

## Transfer of Control

Applicant is a non-profit, non-stock corporation governed by a self-perpetuating board of directors. This transfer of control application is filed pursuant to the FCC's policy and practice governing gradual changes in non-profit licensee boards of directors, and is precipitated by the recent passing of long-time board member Robert D'Andrea.

The FCC last approved Applicant's board of directors for WCLF in 2001 (BTCCT-20010108AAG). Through the years, Applicant has acquired new stations with varying FCC-approved board members (WVUP-CD | BALTTA-20020712ACA; KQCK | BALCDT-20170201ADI; KQDK-CD | BALDTA-20170418AAI; KWHS-LD | BALCDT-20180202ABC; KWHB | BALCDT-20191016AAH; and KHLM-LD | 0000149694) and therefore the approved board of each of Applicant's existing stations varies slightly.<sup>1</sup> Approval of the new board will result in a consistent FCC-approved board membership for all Applicant's stations. Though there have been periodic changes in board membership, a majority of the members of each original FCC-approved board remained in control until recent resignations for health reasons and then Mr. D'Andrea's unexpected passing.

As shown herein, the new board will consist of four members, three of whom have previously been approved by the FCC as board members of non-profit broadcast licensees – one dating back to Applicant's originally approved board for WCLF (Wetzel), another on the approved board for KHLM-LD (Driscoll) and a third on the approved boards of Applicant's sister non-profit TV station licensee entities<sup>2</sup> (D'Andrea, Jr.). Each board member will have 25% voting control, and each is a US Citizen.

There are no "transaction" documents to be uploaded to the stations' public files regarding this gradual transfer of control, which explains Applicant's "no" response to this question.

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<sup>1</sup> Due to limitations in the new LMS form, only the WCLF originally approved board members are included as having voting interests "before" the proposed change. D'Andrea, Oliver, and Wetzel were members of all of the other approved boards. Jimmy Smith was also a member of the originally approved boards for WCLF, WVUP-CD, KWHS-LD, KWHB and KHLM-LD. Robert D'Andrea, Jr. and Steve Young were members of the originally approved boards for KQCK, KQDK-CD, and KWHB. Phil Driscoll was a member of the originally approved board for KHLM-LD. The LMS form could not separately recognize the different originally approved boards and voting percentages for each station, and they are therefore disclosed here.

<sup>2</sup> All of the other licensee entities have identical board membership and therefore each other licensee entity is also filing a transfer of control application due to gradual changes in the board of directors and requesting approval of the same 4-member board.